

**GIBSON, DUNN & CRUTCHER LLP**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	: <b>Chapter 11 Case No.</b>
	:
<b>LEHMAN BROTHERS HOLDINGS INC., et al.</b>	: <b>08-13555 (JMP)</b>
	:
<b>Debtors</b>	: <b>(Jointly Administered)</b>
	:
-----X	

**THIS APPLICATION APPLIES TO:**

**X** All Debtors

**AMENDED THIRD APPLICATION OF GIBSON, DUNN & CRUTCHER  
LLP, AS A 327(e) PROFESSIONAL, FOR ALLOWANCE OF INTERIM  
COMPENSATION FOR SERVICES RENDERED AND FOR  
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES  
INCURRED FROM JUNE 1, 2010 THROUGH SEPTEMBER 30, 2010**

Gibson, Dunn & Crutcher LLP ("Gibson Dunn"), a professional providing services to Lehman Brothers Holdings, Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), files pursuant to sections 330(a) and 331 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), this amended application (the "Application") for interim allowance of compensation for professional services performed by Gibson Dunn for the period from June 1, 2010 through September 30, 2010 (the

"Compensation Period"), and for reimbursement of its actual and necessary expenses incurred during the Compensation Period. Gibson Dunn respectfully represents:

**AMENDMENTS**

1. On December 14, 2010, Gibson Dunn filed its *Third Application of Gibson, Dunn & Crutcher LLP, As A 327(e) Professional, For Allowance of Interim Compensation For Services Rendered and For Reimbursement of Actual and Necessary Expenses Incurred From June 1, 2010 Through September 30, 2010* [Docket No. 13465] (the "Prior Application") seeking interim allowance of compensation for professional services performed by Gibson Dunn during the Compensation Period. This amended Application partially relates to work performed during the Compensation Period in connection with Lower Thames Sarl ("Lower Thames"), a joint venture between LBHI, Resolution Properties and Connah Limited (the "Joint Venture"). Gibson Dunn advised the Debtors on all matters related to the Joint Venture. This advice included (i) the preparation and negotiation of the joint venture agreement, (ii) advice on the acquisition of a loan by Lower Thames, (iii) advice on the steps needed to be taken to enforce the security under the loan, and (iv) advice on related matters. The shareholders of Lower Thames had initially agreed that the legal fees and expenses incurred by Gibson Dunn in connection with the preparation of the joint venture agreement and other matters, such as enforcement, would be billed to Lower Thames, and the Debtors instructed Gibson Dunn to bill Lower Thames for all of its legal fees incurred in connection with the preparation and negotiation of the Joint Venture Agreement and related matters such as enforcement. Subsequent to the filing of the Prior Application, the Debtors and the other shareholders of Lower Thames agreed that only a portion of Gibson Dunn's fees incurred in connection with the preparation and negotiation of the Joint Venture Agreement and related matters such as enforcement should in fact be borne by Lower

Thames. Accordingly, Gibson Dunn was instructed to reverse the bill previously sent to Lower Thames, to allocate some of the time to the Debtors, and to bill the remainder to Lower Thames. The services rendered during the Compensation Period that the Debtors and the other shareholders of Lower Thames have agreed should be paid for by LBHI are described in Exhibit 1. Therefore, Gibson Dunn hereby amends its Prior Application to include in its request for compensation for necessary professional services rendered to the Debtors during the Compensation Period the services described in Exhibit 1, for which Gibson Dunn seeks compensation in the amount of \$10,407.46.

2. In addition, a third party has agreed to pay Gibson Dunn's fees incurred rendering the services described in Exhibit 2. Therefore, Gibson Dunn hereby amends its Prior Application to reduce its prior request for compensation for necessary professional services rendered to the Debtors during the Compensation Period by the amount set forth in Exhibit 2, \$107,498.00.

3. Accordingly, Gibson Dunn hereby amends its Prior Application to reduce its prior request for compensation for necessary professional services rendered to the Debtors during the Compensation Period by a total of \$97,090.54, from \$793,428.99 to \$696,338.45.

Dated: April 14, 2011  
London, England

**GIBSON, DUNN & CRUTCHER LLP**

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Special Counsel to the Debtors  
and Debtors in Possession

## **Exhibit 1**

### **Services to be Added to Prior Application**

### Breakdown of Hours by Timekeeper

^ All amounts have been converted into U.S. Dollars using the exchange rate that was in effect as of September 30, 2010 of USD 1.58 per GBP 1.00.			
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Time Details									
Client #	Matter #	Date	Timekeeper	Currency	Hours	Amount (Currency)	Amount (USD)^	Task Code	Narrative
52279	00341	06/04/10	Radoycheva, Milena	GBP	0.50	£ 190.00	\$ 300.20	G23	Emails to O. Sinclair of Herbert Smith and J. Young/R Tyler of Mishcons regarding post-completion actions.
52279	00341	06/07/10	Radoycheva, Milena	GBP	1.50	£ 570.00	\$ 900.60	G23	shares to the joint venture entity, potential enforcement of security under the senior loan and composition of the board of the joint venture
52279	00341	06/08/10	McArdle, Wayne PJ	GBP	0.50	£ 325.00	\$ 513.50	G23	Review email from R. Tayler and discuss with M. Radoycheva.
52279	00341	06/09/10	Radoycheva, Milena	GBP	0.50	£ 190.00	\$ 300.20	G23	Reviewing a letter from Landmark's counsel requesting consent to Landmark's share transfers (0.2) and call with P Coles of LBHI regarding the letter (0.3)
52279	00341	06/16/10	McArdle, Wayne PJ	GBP	1.00	£ 650.00	\$ 1,027.00	G23	Engaged with M. Radoycheva on R. Tyler emails.
52279	00341	06/21/10	McArdle, Wayne PJ	GBP	1.00	£ 650.00	\$ 1,027.00	G23	Engaged on correspondence from/to Tyler and related matters.
52279	00341	06/24/10	McArdle, Wayne PJ	GBP	0.20	£ 130.00	\$ 205.40	G23	Engaged re email on fee recovery to S. Price.
52279	00341	06/25/10	McArdle, Wayne PJ	GBP	0.20	£ 130.00	\$ 205.40	G23	Email from R. Tyler.
52279	00341	07/02/10	McArdle, Wayne PJ	GBP	0.70	£ 455.00	\$ 718.90	G23	Attend call with Tyler and Sinclair to discuss Landmark QBH consents and next steps.
52279	00341	07/02/10	McArdle, Wayne PJ	GBP	0.20	£ 130.00	\$ 205.40	G23	Review JVA and related provisions on consents.
52279	00341	07/05/10	McArdle, Wayne PJ	GBP	1.20	£ 780.00	\$ 1,232.40	G23	Engaged reviewing draft letter prepared by Mishcon in respect of consent to transfer of Pinboard Shares (0.75); prepare email to P. Coles on how to proceed (0.5).
52279	00341	07/06/10	McArdle, Wayne PJ	GBP	0.80	£ 520.00	\$ 821.60	G23	Review JVA provisions on shareholdings and enforcement to better understand Landmark position and timing of enforcement.
52279	00341	07/07/10	McArdle, Wayne PJ	GBP	0.50	£ 325.00	\$ 513.50	G23	Telephone conversation with P. Coles on Landmark issues.
52279	00341	07/29/10	Radoycheva, Milena	GBP	0.60	£ 228.00	\$ 360.24	G23	Emails regarding post-completion share transfers on Queensbridge House.
52279	00341	07/30/10	McArdle, Wayne PJ	GBP	0.50	£ 325.00	\$ 513.50	G23	Engaged on emails regarding Landmark transfers.
52279	00341	07/30/10	Radoycheva, Milena	GBP	0.50	£ 190.00	\$ 300.20	G23	Review of authorisations for transfer of shares in the GP and LP to the JV entity by Landmark.
52279	00341	08/09/10	McArdle, Wayne PJ	GBP	0.50	£ 325.00	\$ 513.50	G23	Engaged re emails on transfer by Landmark of interests in Pinboard.
52279	00341	08/31/10	Fischer-Appelt, Dorothee	GBP	0.20	£ 116.00	\$ 183.28	G23	Meeting with Wayne McArdle/Milena Radoycheva/Ed Tran (GDC) to discuss update on joint venture matters.
52279	00341	08/31/10	Radoycheva, Milena	GBP	0.20	£ 76.00	\$ 120.08	G23	Internal meeting with D Fischer-Appelt, W McArdle, E Tran and H Roost of GDC regarding post-completion work on the JV structure.
52279	00341	08/31/10	Roost, Hedley	GBP	0.20	£ 74.00	\$ 116.92	G23	Meeting with M. Radoycheva (GDC); W. McArdle (GDC); E. Tran (GDC), D. Fischer-Appelt (GDC) to discuss handover matters.
52279	00341	08/31/10	Tran, Edward A.	GBP	0.20	£ 97.00	\$ 153.26	G23	Confer with W. McArdle, H. Root, D. Fischer Appelt and M. Radyocheva regarding current status of outstanding matters, including enforcement.
52279	00341	09/13/10	Roost, Hedley	GBP	0.30	£ 111.00	\$ 175.38	G23	Queensbridge House handover meeting with M. Radoycheva (GDC) and H. Roost (GDC).
00341 Total					12.00	£ 6,587.00	\$ 10,407.46		

## **Exhibit 2**

### **Services to be Removed from Prior Application**

**Summary of Time by Matter**

2010							
Client #	Matter #	Timekeeper	Rank	Currency	Hours	Rate	Amount (USD)
52279	00280	Champion, Douglas Martin	Associate Salary Year 2006	USD	20.30	\$ 515.00	\$ 10,454.50
52279	00280	Forbes, Amy R.	Partner	USD	39.70	\$ 875.00	\$ 34,737.50
52279	00280	Garber, Sarah R.	Associate Salary Year 2009	USD	3.80	\$ 360.00	\$ 1,368.00
52279	00280	Kidd, Allison Hamstra	Associate Salary Year 2008	USD	1.00	\$ 415.00	\$ 415.00
52279	00280	Lestor, Kelsey M.	Associate Salary Year 2007	USD	6.70	\$ 490.00	\$ 3,283.00
52279	00280	Randall, Erika Ruth	Associate Salary Year 2006	USD	25.40	\$ 515.00	\$ 13,081.00
52279	00280	Sharf, Jesse	Partner	USD	0.20	\$ 925.00	\$ 185.00
52279	00280	Vigil, Claire L.	Associate Salary Year 2004	USD	0.60	\$ 595.00	\$ 357.00
<b>00280 Total</b>					<b>97.70</b>	<b>\$</b>	<b>63,881.00</b>
52279	00324	Arnaoutova, Joulia	Associate Salary Year 2006	USD	0.30	\$ 515.00	\$ 154.50
52279	00324	More, Farshad E.	Associate Salary Year 2003	USD	0.90	\$ 615.00	\$ 553.50
<b>00324 Total</b>					<b>1.20</b>	<b>\$</b>	<b>708.00</b>
52279	00328	Szczurek, Michael	Associate Salary Year 2009	USD	0.40	\$ 360.00	\$ 144.00
<b>00328 Total</b>					<b>0.40</b>	<b>\$</b>	<b>144.00</b>
52279	00330	More, Farshad E.	Associate Salary Year 2003	USD	1.00	\$ 615.00	\$ 615.00
<b>00330 Total</b>					<b>1.00</b>	<b>\$</b>	<b>615.00</b>
52279	00332	Egdal, David S.	Associate Salary Year 2003	USD	3.20	\$ 615.00	\$ 1,968.00
52279	00332	Fabrizio, Carol Ann	Associate Salary Year 2008	USD	7.90	\$ 415.00	\$ 3,278.50
52279	00332	Holecek, Michael J.	Summer Associate	USD	0.90	\$ 275.00	\$ 247.50
52279	00332	Sharf, Jesse	Partner	USD	0.50	\$ 925.00	\$ 462.50
<b>00332 Total</b>					<b>12.50</b>	<b>\$</b>	<b>5,956.50</b>
52279	00337	Egdal, David S.	Associate Salary Year 2003	USD	52.30	\$ 615.00	\$ 32,164.50
52279	00337	Fabrizio, Carol Ann	Associate Salary Year 2008	USD	5.80	\$ 415.00	\$ 2,407.00
52279	00337	Hoxie, Deborah D.	Legal Assistant	USD	1.80	\$ 330.00	\$ 594.00
52279	00337	Sharf, Jesse	Partner	USD	0.80	\$ 925.00	\$ 740.00
52279	00337	Yonei, Kevin H	Legal Assistant	USD	0.90	\$ 320.00	\$ 288.00
<b>00337 Total</b>					<b>61.60</b>	<b>\$</b>	<b>36,193.50</b>
<b>Grand Total</b>					<b>174.40</b>	<b>\$</b>	<b>107,498.00</b>



**Breakdown of Hours by Timekeeper**

		<b>2010</b>			
	<b>Timekeeper</b>	<b>Title</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount (USD)</b>
<b>USD Rates</b>					
	Arnaoutova, Joulia	Associate	0.30	\$ 515	\$ 154.50
	Champion, Douglas Martin	Associate	20.30	\$ 515	\$ 10,454.50
	Egdal, David S.	Associate	55.50	\$ 615	\$ 34,132.50
	Fabrizio, Carol Ann	Associate	13.70	\$ 415	\$ 5,685.50
	Forbes, Amy R.	Partner	39.70	\$ 875	\$ 34,737.50
	Garber, Sarah R.	Associate	3.80	\$ 360	\$ 1,368.00
	Holecek, Michael J.	Summer Associate	0.90	\$ 275	\$ 247.50
	Hoxie, Deborah D.	Legal Assistant with Certificate	1.80	\$ 330	\$ 594.00
	Kidd, Allison Hamstra	Associate	1.00	\$ 415	\$ 415.00
	Lestor, Kelsey M.	Associate	6.70	\$ 490	\$ 3,283.00
	More, Farshad E.	Associate	1.90	\$ 615	\$ 1,168.50
	Randall, Erika Ruth	Associate	25.40	\$ 515	\$ 13,081.00
	Sharf, Jesse	Partner	1.50	\$ 925	\$ 1,387.50
	Szczurek, Michael	Associate	0.40	\$ 360	\$ 144.00
	Vigil, Claire L.	Associate	0.60	\$ 595	\$ 357.00
	Yonei, Kevin H	Legal Assistant with Certificate	0.90	\$ 320	\$ 288.00
	<b>Total</b>		<b>174.40</b>		<b>\$ 107,498.00</b>

Time Details								
Client #	Matter #	Date	Timekeeper	Currency	Hours	Amount (USD)	Task Code	Narrative
52279	00280	08/02/10	Forbes, Amy R.	USD	4.30	\$ 3,762.50	G23	Research status of Oak Knoll approvals (0.5); review redevelopment agency budget (0.5); review EIR status for Oak Knoll and determine possible "asks" in exchange for site clearance (1.0); telephone conference with Nellie Camerik and team regarding Oak Knoll and things to ask the City for (1.0); pull together summary of entitlement update and strategy for approaching the City; revise and edit (1.3).
52279	00280	08/03/10	Forbes, Amy R.	USD	4.50	\$ 3,937.50	G23	Review previous entitlement memo and status of process (0.5); read draft EIR (0.5); review Oakland annual budget for redevelopment; put together plan for "ask" of Oakland based upon amounts in the budget (0.5); work on proposal to present to City Councilmember regarding advance of costs (2.0); review and edit written summary of status and analysis of possible "gives" from Oakland Redevelopment Agency (1.0).
52279	00280	08/04/10	Forbes, Amy R.	USD	2.00	\$ 1,750.00	G23	Review collective permits to determine which cannot be assigned as part of bankruptcy plan (1.0); work on review of documents to determine which to exclude from title in the plan proposal (1.0).
52279	00280	08/04/10	Kidd, Allison Hamstra	USD	1.00	\$ 415.00	G23	Review diligence materials (0.6); correspond with A. Forbes regarding same (0.4).
52279	00280	08/06/10	Forbes, Amy R.	USD	0.50	\$ 437.50	G23	Telephone conference with Camerik regarding consents to assignment of approvals.
52279	00280	08/09/10	Champion, Douglas Martin	USD	1.20	\$ 618.00	G23	Preparation of entitlement summary chart for client in anticipation of sale of assets out of bankruptcy
52279	00280	08/09/10	Forbes, Amy R.	USD	1.00	\$ 875.00	G23	Telephone conference with bankruptcy counsel regarding plan approval and assignment of entitlements.
52279	00280	08/11/10	Champion, Douglas Martin	USD	0.20	\$ 103.00	G23	E-mail to D. Cottle (NWH Blue Harbor) to inquire on status of recordation of access easement; e-mail to TriMont re same
52279	00280	08/11/10	Forbes, Amy R.	USD	1.00	\$ 875.00	G23	Go over Marblehead demand letter (0.5); telephone conference with Drew Wilson to get background information and client goals with respect to response to commercial developer's demand for contribution (0.5).
52279	00280	08/13/10	Forbes, Amy R.	USD	2.00	\$ 1,750.00	G23	Go over Craig Realty letter and issues (0.6); telephone conference with E. Randall (0.4); review DA and related documents for Marblehead (0.5); go over bankruptcy review with D. Champion (0.5).
52279	00280	08/13/10	Lestor, Kelsey M.	USD	0.20	\$ 98.00	G23	Locate entitlements documents for Heartland and Delta Coves.
52279	00280	08/16/10	Champion, Douglas Martin	USD	1.00	\$ 515.00	G23	Review of entitlements file to locate relevant documents to client inquiry regarding entitlement transfer as part of bankruptcy sale
52279	00280	08/19/10	Lestor, Kelsey M.	USD	3.70	\$ 1,813.00	G23	Review entitlements documents for Delta Coves and prepare summary of assignment provisions and list of improvement agreements.
52279	00280	08/19/10	Randall, Erika Ruth	USD	1.00	\$ 515.00	G23	Perform due diligence regarding traffic impact fees for Marblehead development.
52279	00280	08/20/10	Lestor, Kelsey M.	USD	2.80	\$ 1,372.00	G23	Prepare summary of assignment provisions in entitlements documents for Delta Coves and Heartland projects (1.8); prepare list of improvement agreements for Delta Coves and Heartland projects (1.0).
52279	00280	08/20/10	Randall, Erika Ruth	USD	0.20	\$ 103.00	G23	Perform due diligence regarding traffic impact fees for Marblehead development.
52279	00280	08/22/10	Randall, Erika Ruth	USD	2.50	\$ 1,287.50	G23	Perform due diligence re traffic impact fees for Marblehead development (0.5); draft memorandum re the same (2.0).
52279	00280	08/23/10	Forbes, Amy R.	USD	2.30	\$ 2,012.50	G23	Discuss bankruptcy plan status with D. Champion and status of entitlement review (1.3); review Marblehead documents for Craig Realty issue to determine appropriate response and relative negotiating leverage (1.0).
52279	00280	08/23/10	Randall, Erika Ruth	USD	1.40	\$ 721.00	G23	Perform due diligence re traffic impact fees for Marblehead development (0.6); draft memorandum re the same (0.8).
52279	00280	08/24/10	Randall, Erika Ruth	USD	0.50	\$ 257.50	G23	Meet with A. Forbes re traffic impact fees for Marblehead development.
52279	00280	08/24/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Telephone conference with A. Forbes.
52279	00280	08/25/10	Champion, Douglas Martin	USD	2.00	\$ 1,030.00	G23	Reviewed entitlements documentation and prepared recommendations for Weil Gotshal regarding proposed bankruptcy plan for assignment/assumption of recorded instruments
52279	00280	08/25/10	Forbes, Amy R.	USD	4.30	\$ 3,762.50	G23	Go through title memo prepared by D. Champion for bankruptcy and try to determine if obligation runs with the land (1.0); review title documents with D. Champion to determine whether Lehman wants to take fee of encumbrances (1.5); read documents relative to SuncalPSA with Craig to determine impact of title restrictions (1.8).
52279	00280	08/25/10	Vigil, Claire L.	USD	0.60	\$ 357.00	G23	Discuss Heartland exception documents with D. Champion; review memo; review exception documents.
52279	00280	08/26/10	Randall, Erika Ruth	USD	0.50	\$ 257.50	G23	0.5 Review Title Report for Marblehead development.
52279	00280	08/27/10	Randall, Erika Ruth	USD	1.10	\$ 566.50	G23	Perform due diligence re traffic impact fees for Marblehead development (0.3); draft memorandum re the same (0.6); telephone conference with A. Forbes re the same (0.2).
52279	00280	08/29/10	Randall, Erika Ruth	USD	5.60	\$ 2,884.00	G23	Draft memorandum re traffic impact fees for Marblehead development.
52279	00280	08/30/10	Randall, Erika Ruth	USD	0.70	\$ 360.50	G23	Draft memorandum re traffic impact fees for Marblehead development.
52279	00280	08/31/10	Champion, Douglas Martin	USD	0.30	\$ 154.50	G23	Call w/ E. Randall re Marblehead DAs; e-mail to J. Markum re same
52279	00280	08/31/10	Forbes, Amy R.	USD	0.50	\$ 437.50	G23	Review Heartland agreement and Weil questions.
52279	00280	09/01/10	Champion, Douglas Martin	USD	0.50	\$ 257.50	G23	Preparation of draft e-mail regarding Marblehead transportation fee (0.4); transmittal of same to A. Forbes (0.1).
52279	00280	09/01/10	Forbes, Amy R.	USD	1.50	\$ 1,312.50	G23	Review Craig Realty issues and documentation (0.80); review items to be removed from title in bankruptcy plan (0.70).
52279	00280	09/02/10	Forbes, Amy R.	USD	0.50	\$ 437.50	G23	E-mails to working group regarding Sanner and Craig Realty demand letter.

Time Details								
Client #	Matter #	Date	Timekeeper	Currency	Hours	Amount (USD)	Task Code	Narrative
52279	00280	09/03/10	Champion, Douglas Martin	USD	1.10	\$ 566.50	G23	Call with N. Camerik, J. Markum re outstanding issues at Marblehead, Heartland (0.8); preparation of outline in anticipation of call with City Attorney for Beaumont (0.3).
52279	00280	09/03/10	Forbes, Amy R.	USD	1.00	\$ 875.00	G23	Telephone conference regarding Heartland Memorandum of Understanding and the provision of \$700,000 in security for wetland mitigation requirements, notice of lien on title and other bankruptcy plan title issues (.5); work on determining why the City of Beaumont filed a lien for amounts that were either barred by the stay or already covered by other security (.5).
52279	00280	09/07/10	Champion, Douglas Martin	USD	1.70	\$ 875.50	G23	Follow-up calls (0.5), e-mails (0.5) w/ D. Spencer, D. Cottle re status of unrecorded NWH easement agreement (1.0); e-mails to A. Forbes re Marblehead documents (0.2); call w/ City Attorney for Beaumont re removal of Notice of Lien (0.5).
52279	00280	09/07/10	Forbes, Amy R.	USD	2.80	\$ 2,450.00	G23	Edit memorandum on facts surrounding obligation to pay for major infrastructure improvement in order to determine whether there was liability for an alleged \$5 million fee obligation for related improvements (2.0); telephone conference regarding Craig Realty letter and response (0.8).
52279	00280	09/07/10	Randall, Erika Ruth	USD	1.80	\$ 927.00	G23	Review Title Report exception documents re Marblehead Development Agreement.
52279	00280	09/08/10	Champion, Douglas Martin	USD	0.40	\$ 206.00	G23	Follow-up call (0.2), e-mail (0.1) w/ City Attorney for Beaumont re removal of Notice of Lien (0.3); e-mail to Weil Gotshal re same (0.1).
52279	00280	09/08/10	Forbes, Amy R.	USD	1.50	\$ 1,312.50	G23	Review SLUR redline; work on proposal for dealing with production support review.
52279	00280	09/08/10	Randall, Erika Ruth	USD	2.20	\$ 1,133.00	G23	Review Title Report exception documents re Marblehead Development Agreement (0.7); draft memorandum re traffic impact fees for Marblehead development (1.0); telephone conference with A. Forbes re the same (0.5).
52279	00280	09/10/10	Randall, Erika Ruth	USD	1.50	\$ 772.50	G23	Draft memorandum re traffic impact fees for Marblehead development.
52279	00280	09/14/10	Forbes, Amy R.	USD	1.50	\$ 1,312.50	G23	Telephone conference with Craig Realty representatives to discuss traffic fee and related DA issues.
52279	00280	09/14/10	Randall, Erika Ruth	USD	1.80	\$ 927.00	G23	Revise memorandum re Marblehead traffic improvements.
52279	00280	09/20/10	Forbes, Amy R.	USD	0.50	\$ 437.50	G23	Go over status of sub agreement claims.
52279	00280	09/20/10	Randall, Erika Ruth	USD	4.60	\$ 2,369.00	G23	Revise memorandum re Marblehead traffic improvements.
52279	00280	09/24/10	Champion, Douglas Martin	USD	7.70	\$ 3,965.50	G23	Review of pertinent text of and related title reports for subject properties in voluntary BK filing to determine scope of entitlements to be assumed
52279	00280	09/24/10	Forbes, Amy R.	USD	1.00	\$ 875.00	G23	Call w/ D. Champion, N. Camerik to review comments to bankruptcy plan.
52279	00280	09/27/10	Champion, Douglas Martin	USD	2.90	\$ 1,493.50	G23	Call with N. Camerik, A. Forbes re land use issues/questions in proposed bankruptcy plans (1.2); preparation of e-mail summary of same (1.2); e-mail to J. Kim at PSZJL regarding bankruptcy plan language (0.5)
52279	00280	09/27/10	Forbes, Amy R.	USD	5.50	\$ 4,812.50	G23	Prepare comments to bankruptcy plan and related bond chart to evaluate off-record documents and title exceptions for assessment of rejection possibilities (5.0); telephone conference with N. Camerik regarding same (0.5).
52279	00280	09/28/10	Champion, Douglas Martin	USD	0.80	\$ 412.00	G23	Call with J. Kim at PSZJL re service list for bankruptcy filing (0.2); review of additional language in bankruptcy filing (0.5); e-mail to N. Camerik re same (0.1)
52279	00280	09/28/10	Forbes, Amy R.	USD	1.50	\$ 1,312.50	G23	Review submission to Jonathan Kim at PSZJL (0.2); discuss notice parties for bankruptcy plan service list (0.3); review development agreement executory actions and whether they can be rejected (1.0).
52279	00280	09/29/10	Champion, Douglas Martin	USD	0.50	\$ 257.50	G23	Meeting with S. Garber re service list diligence
52279	00280	09/29/10	Garber, Sarah R.	USD	1.50	\$ 540.00	G23	Review entitlements agreements and prepare service list (1); conference with D. Champion regarding same (.5).
52279	00280	09/30/10	Garber, Sarah R.	USD	2.30	\$ 828.00	G23	Review entitlements documents and prepare service list.
<b>00280 Total</b>					<b>97.70</b>	<b>\$ 63,881.00</b>		
52279	00324	09/07/10	Arnautova, Joulia	USD	0.10	\$ 51.50	G23	Attention to email correspondence regarding post assignment clean up matters
52279	00324	09/10/10	Arnautova, Joulia	USD	0.20	\$ 103.00	G23	Review organizational documents for LB/VCC Dublin, LLC
52279	00324	09/10/10	More, Farshad E.	USD	0.30	\$ 184.50	G23	Exchange emails and telephoen calls with J. Pomeranz and J. Arnautova regarding corrective filings and LLC agreement amendments.
52279	00324	09/24/10	More, Farshad E.	USD	0.60	\$ 369.00	G23	Telephone call with E. Siddons regarding website use and Elk Grove tax refunds (0.4); call with S. Farb regarding same (0.2).
<b>00324 Total</b>					<b>1.20</b>	<b>\$ 708.00</b>		
52279	00328	09/14/10	Szczurek, Michael	USD	0.40	\$ 144.00	G23	Calculate increased per diem from date of last sale (.2); Update bidding instructions to reflect later date and higher bid amount (.1); Submit to F. More (.1).
<b>00328 Total</b>					<b>0.40</b>	<b>\$ 144.00</b>		
52279	00330	08/11/10	More, Farshad E.	USD	1.00	\$ 615.00	G23	Finalize instructions to bid (0.3); exchange emails with J. Nastasi, D. Fancher and D. Grezkowiak regarding same and regarding trustee sale logistics (0.7).
<b>00330 Total</b>					<b>1.00</b>	<b>\$ 615.00</b>		
52279	00332	08/02/10	Egdal, David S.	USD	1.10	\$ 676.50	G23	Review summary of open items prepared by C. Fabrizio and updated release agreement, comment and revise (0.3); communications with potential purchasers of Tirador project and D. Fancher re: same (0.5); communications with C. Fabrizio re: post sale matters (0.3).
52279	00332	08/02/10	Fabrizio, Carol Ann	USD	1.10	\$ 456.50	G23	Request final trustee's deed from title company (0.1 hrs); create checklist for outstanding items, revise substantially based on D. Egdal's comments (0.8 hrs); revise release to update post-foreclosure (0.2).
52279	00332	08/02/10	Holecek, Michael J.	USD	0.90	\$ 247.50	G23	Draft memo re required notices post-foreclosure.
52279	00332	08/03/10	Egdal, David S.	USD	0.40	\$ 246.00	G23	Communications with C. Fabrizio re: post sale matters.

Time Details								
Client #	Matter #	Date	Timekeeper	Currency	Hours	Amount (USD)	Task Code	Narrative
52279	00332	08/03/10	Fabrizio, Carol Ann	USD	0.30	\$ 124.50	G23	Review trustee's deed and send questions about the same to First American (0.3 hrs).
52279	00332	08/04/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	Revise trustee's deed and send to D. Egdal for his review.
52279	00332	08/05/10	Fabrizio, Carol Ann	USD	0.50	\$ 207.50	G23	Update closing checklist (0.1); review and revise Trustee's deed (0.3); correspond with title company (0.1 hrs).
52279	00332	08/09/10	Egdal, David S.	USD	0.10	\$ 61.50	G23	Communications with C. Fabrizio regarding post-sale matters.
52279	00332	08/09/10	Sharf, Jesse	USD	0.10	\$ 92.50	G23	Reviewing notice of default.
52279	00332	08/11/10	Egdal, David S.	USD	0.10	\$ 61.50	G23	Communications with C. Fabrizio regarding post-sale matters.
52279	00332	08/11/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	Correspond with G. Taylor regarding due diligence requests and open items(0.1); request confirmation of recording of Trustee's deed (0.1).
52279	00332	08/12/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	Correspond with client regarding recorded Trustee's Deeds (0.1); correspond with D. Egdal regarding team call (0.1).
52279	00332	08/17/10	Egdal, David S.	USD	0.60	\$ 369.00	G23	Communications with E. Siddons regarding equity dissolution side letter (0.1); revise same (0.5).
52279	00332	08/17/10	Fabrizio, Carol Ann	USD	0.10	\$ 41.50	G23	Discuss status of title insurance with D. Egdal (0.1).
52279	00332	08/18/10	Fabrizio, Carol Ann	USD	0.50	\$ 207.50	G23	Conference with D. Egdal regarding title issues (0.2); call with title company (0.3).
52279	00332	08/18/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Exchange of emails.
52279	00332	08/20/10	Egdal, David S.	USD	0.30	\$ 184.50	G23	Communications with E. Siddons and J. Pomeranz regarding post trustees sale matters (0.3).
52279	00332	08/25/10	Egdal, David S.	USD	0.20	\$ 123.00	G23	Review email communications with sponsor re: equity wind down (0.1); teleconference with E. Siddons and J. Pomeranz re: same (0.1).
52279	00332	09/02/10	Fabrizio, Carol Ann	USD	3.40	\$ 1,411.00	G23	Correspond with title company regarding Declarations of Service (0.2 hrs); finish drafting asset management agreement based on information from D. Egdal (3.2 hrs).
52279	00332	09/03/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Reviewing judgment; exchange of emails.
52279	00332	09/13/10	Fabrizio, Carol Ann	USD	0.40	\$ 166.00	G23	Discuss status of transaction with D. Egdal (0.2 hrs); review correspondence from David Egdal (0.2 hrs).
52279	00332	09/14/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	Retrieve and send executed and word versions of Asset Management Agreements.
52279	00332	09/24/10	Egdal, David S.	USD	0.30	\$ 184.50	G23	Communications with D. Fancher and J. Pomeranz regarding wind-down of joint venture.
52279	00332	09/24/10	Fabrizio, Carol Ann	USD	0.40	\$ 166.00	G23	Prepare post-foreclosure assignment (0.2); prepare Updated Release (0.2).
52279	00332	09/30/10	Egdal, David S.	USD	0.10	\$ 61.50	G23	Communications J. Pomeranz regarding asset management agreement.
52279	00332	09/30/10	Fabrizio, Carol Ann	USD	0.40	\$ 166.00	G23	Review files regarding foreclosure cooperation documents (0.2); conference with D. Egdal regarding foreclosure cooperation documents (0.2 hrs).
<b>00332 Total</b>					<b>12.50</b>	<b>\$ 5,956.50</b>		
52279	00337	08/02/10	Egdal, David S.	USD	1.60	\$ 984.00	G23	Review summary of open items prepared by C. Fabrizio and updated release agreement, comment and revise (0.3); communications with E. Siddons, G. Taylor and C. Fabrizio re: proposed sub-division of the Pilot project and matters related to Wynn purchase offer (1.0); communications with C. Fabrizio re: post sale matters (0.3).
52279	00337	08/02/10	Fabrizio, Carol Ann	USD	0.90	\$ 373.50	G23	Create checklist for outstanding items and revise substantially based on D. Egdal's comments, and circulate to clients (0.8 hrs); call with broker regarding pilot property LOI (0.1).
52279	00337	08/03/10	Egdal, David S.	USD	0.80	\$ 492.00	G23	Communications with E. Siddons, G. Taylor and C. Fabrizio re: proposed sub-division of the Pilot project and matters related to Wynn purchase offer (0.5); communications with C. Fabrizio re: post sale matters (0.3).
52279	00337	08/03/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	Review and discuss LOI with D. Egdal.
52279	00337	08/04/10	Egdal, David S.	USD	0.20	\$ 123.00	G23	Communications with C. Fabrizio re: post sale matters.
52279	00337	08/05/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	Update closing checklist (0.1); call with broker regarding Pilot LOI (0.1).
52279	00337	08/09/10	Egdal, David S.	USD	0.10	\$ 61.50	G23	Communications with C. Fabrizio regarding post-sale matters.
52279	00337	08/10/10	Egdal, David S.	USD	0.20	\$ 123.00	G23	Communications with prospective purchaser of Pilot asset.
52279	00337	08/10/10	Fabrizio, Carol Ann	USD	0.10	\$ 41.50	G23	Correspond with title company regarding recordation of Trustee's Deed.
52279	00337	08/11/10	Egdal, David S.	USD	0.10	\$ 61.50	G23	Communications with C. Fabrizio regarding post-sale matters.
52279	00337	08/12/10	Fabrizio, Carol Ann	USD	0.10	\$ 41.50	G23	Circulate recorded Trustee's Deeds to team (0.1).
52279	00337	08/13/10	Egdal, David S.	USD	0.20	\$ 123.00	G23	Communications with Wynn counsel and E. Siddons regarding Wynn purchase offer and lot line adjustment.
52279	00337	08/16/10	Egdal, David S.	USD	0.20	\$ 123.00	G23	Communications with Wynn counsel and E. Siddons regarding Wynn purchase offer and lot line adjustment.
52279	00337	08/17/10	Egdal, David S.	USD	3.10	\$ 1,906.50	G23	Communications E. Siddons, C. Fabrizio and title company underwriter regarding mechanics liens (1.0); review title policy and related communication regarding lien coverage (1.0), communications with C. Fabrizio regarding same (0.5); communications with E. Siddons regarding equity dissolution side letter (0.1); revise same (0.5).
52279	00337	08/17/10	Fabrizio, Carol Ann	USD	0.80	\$ 332.00	G23	Research mechanic's lien issues and post-foreclosure process (0.5 hours); correspond with title company and D. Egdal regarding mechanic's lien indemnity form (0.3).
52279	00337	08/18/10	Egdal, David S.	USD	2.50	\$ 1,537.50	G23	Communications with title company and local counsel regarding treatment of subordinate liens and risk of litigation from lienor post-trustees sale (1.5); review title jacket and communications with title company, comment (0.5); communications with C.Fabrizio regarding foregoing matters (0.5).
52279	00337	08/19/10	Egdal, David S.	USD	0.60	\$ 369.00	G23	Communications with local counsel and C. Fabrizio regarding lien matters.

Time Details								
Client #	Matter #	Date	Timekeeper	Currency	Hours	Amount (USD)	Task Code	Narrative
52279	00337	08/20/10	Egdal, David S.	USD	1.20	\$ 738.00	G23	Communications with E. Siddons and J. Pomeranz regarding post trustees sale matters (0.3); communications E. Siddons and J. Pomeranz regarding status of Wynn sale and Nevada lien matters (0.7); communications with local counsel and C. Fabrizio regarding lien matters (0.2).
52279	00337	08/20/10	Fabrizio, Carol Ann	USD	0.40	\$ 166.00	G23	Teleconference with D. Egdal regarding mechanic's lien issues.
52279	00337	08/23/10	Egdal, David S.	USD	1.00	\$ 615.00	G23	Communications with title underwriter and local counsel regarding lien issues (0.3); communications with Wynn's counsel regarding lot line adjustment (0.3); communications with E. Siddons regarding potential structures for Wynn sale and property control issues related to proposed lot line adjustment (0.4).
52279	00337	08/24/10	Egdal, David S.	USD	0.40	\$ 246.00	G23	Communications with title company and C. Fabrizio regarding lien issues.
52279	00337	08/24/10	Fabrizio, Carol Ann	USD	0.30	\$ 124.50	G23	Correspond with D. Egdal re: indemnity (0.2); e-mail correspondence with title company regarding the same (0.1).
52279	00337	08/25/10	Egdal, David S.	USD	1.20	\$ 738.00	G23	Teleconference with E. Siddons and J. Pomeranz regarding lien issues, disposition of property and equity wind-down (0.5) ; teleconference with title company, D. Hoxie and C. Fabrizio regarding coverage matters (0.7).
52279	00337	08/25/10	Fabrizio, Carol Ann	USD	0.20	\$ 83.00	G23	E-mail correspondence with title company and D. Egdal re: indemnification issue.
52279	00337	08/26/10	Egdal, David S.	USD	0.40	\$ 246.00	G23	Communications with title company regarding lien matters.
52279	00337	08/26/10	Fabrizio, Carol Ann	USD	0.10	\$ 41.50	G23	Correspond with D. Egdal regarding mechanic's lien indemnity.
52279	00337	08/27/10	Egdal, David S.	USD	1.00	\$ 615.00	G23	Communications with E. Siddons regarding Wynn purchase offer and strategic considerations.
52279	00337	08/30/10	Egdal, David S.	USD	0.50	\$ 307.50	G23	Communications with E. Siddons regarding Wynn purchase offer and proposed subdivision of property.
52279	00337	08/30/10	Hoxie, Deborah D.	USD	0.80	\$ 264.00	G23	Telephone conference D. Egdal regarding complete copy of loan policy (.10); review title materials archives for complete copy of loan policy (.50); locate copy of loan policy (.10); email copy of loan policy to D. Egdal (.10).
52279	00337	08/31/10	Egdal, David S.	USD	2.60	\$ 1,599.00	G23	Teleconference with E. Siddons and G. Peterson regarding Wynn purchase offer (0.6); revise letter of intent (2.0).
52279	00337	08/31/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Exchange emails with D. Egdal regarding transaction structure.
52279	00337	09/01/10	Egdal, David S.	USD	2.80	\$ 1,722.00	G23	Communications with E. Siddons regarding Wynn purchase offer (0.4) and proposed subdivision of property (0.3); prepare revised letter of intent (1.3); communications with E. Siddons (0.2) and C. Fabrizio (0.2) regarding asset management agreement; communications with M. Watson (Chicago Title) (0.2) and D. Hoxie (0.2) regarding title report and lien matters.
52279	00337	09/01/10	Fabrizio, Carol Ann	USD	1.70	\$ 705.50	G23	Correspond with D. Egdal regarding asset management agreement (0.3 hrs); begin drafting asset management agreement (1.4 hrs).
52279	00337	09/02/10	Egdal, David S.	USD	0.80	\$ 492.00	G23	Communications with E. Siddons regarding Wynn purchase offer (0.2) and proposed subdivision of property (0.2); communications with M. Watson (Chicago Title) (0.2) and D. Hoxie (0.2) regarding title report and lien matters.
52279	00337	09/02/10	Fabrizio, Carol Ann	USD	0.10	\$ 41.50	G23	Correspond with title company for Declarations of service.
52279	00337	09/02/10	Hoxie, Deborah D.	USD	1.00	\$ 330.00	G23	Review updated title report (.40); compare title report to TSG (.30); discuss issues with D. Egdal (.20); email M. Watson regarding issues with updated title report (.10).
52279	00337	09/03/10	Egdal, David S.	USD	3.20	\$ 1,968.00	G23	Communications with E. Siddons (0.2) and local counsel (0.4) regarding Wynn letter of intent (0.3 and subdivision of property (0.4); review management agreement prepared by C. Fabrizio (0.8), revise and comment (1.0).
52279	00337	09/04/10	Egdal, David S.	USD	1.00	\$ 615.00	G23	Revise property management agreement.
52279	00337	09/07/10	Egdal, David S.	USD	0.50	\$ 307.50	G23	Prepare and distribute draft asset management agreement (Centra).
52279	00337	09/09/10	Egdal, David S.	USD	0.20	\$ 123.00	G23	Communications with E. Siddons regarding asset management agreement.
52279	00337	09/10/10	Egdal, David S.	USD	2.60	\$ 1,599.00	G23	Teleconference with E. Siddons regarding Asset Management Agreement (0.5), revise same (1.6); communications with local counsel and Centra counsel (0.3) and J. Pomeranz (0.2) regarding MHC judgment.
52279	00337	09/13/10	Egdal, David S.	USD	2.80	\$ 1,722.00	G23	Communications with J. Pomeranz (0.5), Centra counsel (0.5) and local counsel (1.0) regarding Martin Harris litigation matters; communications with E. Siddons regarding asset management agreement (0.2), revise same (0.3); teleconference with R. Jones regarding subdivision matters (0.3).
52279	00337	09/14/10	Egdal, David S.	USD	2.50	\$ 1,537.50	G23	Review contractor application for default judgment (1.0, communications with J. Pomeranz (0.1) , Centra counsel (0.2) and local counsel (0.5) regarding same ; communications with E. Siddons regarding asset management agreement (0.1), revise same (0.4); communications with E.Siddons and J. Sharf regarding subdivision matters (0.2).
52279	00337	09/14/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Exchange of emails re default judgment and parcelization.
52279	00337	09/15/10	Egdal, David S.	USD	4.40	\$ 2,706.00	G23	Email communications (2.0) and teleconferences (1.0) with J. Pomeranz, local counsels and title company counsel regarding contractor lien matters and related application for default judgment; communications with title officer (0.2) and J. Pomeranz (0.1) re: UCC approval for property sale; revise asset management agreement (0.8), communications with E. Siddons regarding same (0.2); communications with E. Siddons regarding sub-division matters (0.1).
52279	00337	09/15/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Reviewing documents.

Time Details								
Client #	Matter #	Date	Timekeeper	Currency	Hours	Amount (USD)	Task Code	Narrative
52279	00337	09/16/10	Egdal, David S.	USD	4.70	\$ 2,890.50	G23	Email communications (2.0) and teleconferences (1.0) with J. Pomeranz, local counsels and title company counsel regarding contractor lien matters and related application for default judgment; communications with title officer (0.1) and J. Pomeranz (0.1) regarding UCC approval for property sale; communications with M. Paskerian regarding LB Member consent and other matters related to contractor default (0.5); review motion to intervene and complaint prepared by L. Mead (0.5), comment (0.4), communications with J. Pomeranz regarding same (0.1).
52279	00337	09/16/10	Sharf, Jesse	USD	0.20	\$ 185.00	G23	Exchange of emails.
52279	00337	09/17/10	Egdal, David S.	USD	1.70	\$ 1,045.50	G23	Email communications (1.0) and teleconferences (0.5) with J. Pomeranz, local counsels and title company counsel regarding contractor lien matters and related application for default judgment; prepare asset management agreement (0.2).
52279	00337	09/17/10	Fabrizio, Carol Ann	USD	0.30	\$ 124.50	G23	Correspond with D. Egdal regarding proof of service to Martin Harris.
52279	00337	09/20/10	Egdal, David S.	USD	1.30	\$ 799.50	G23	Communications with L. Mead (0.3) and J. Pomeranz (0.2) regarding owner's motion to intervene; communications with E. Siddons regarding asset management agreement (0.2), revise same (0.6).
52279	00337	09/21/10	Egdal, David S.	USD	1.10	\$ 676.50	G23	Communications with L. Mead regarding continuation of default hearing (0.2); communications with E. Siddons regarding asset management agreement (0.2), revise same (0.7).
52279	00337	09/22/10	Egdal, David S.	USD	1.20	\$ 738.00	G23	Communications with E. Siddons regarding updated release and equity wind-down (0.3); revise side letter regarding wind-down of joint venture and updated release (0.9).
52279	00337	09/23/10	Egdal, David S.	USD	0.80	\$ 492.00	G23	Communications with M. Paskerian regarding post-cooperation agreement deliverables (0.3); communications with K. Yonei regarding dissolution / cancellation of Delaware limited liability company faced with current litigation (0.5).
52279	00337	09/23/10	Yonei, Kevin H	USD	0.60	\$ 192.00	G23	Teleconference with D. Egdal regarding dissolution of a Delaware LLC (0.1); research regarding same (0.3); teleconference with S. Sterling regarding same (0.2).
52279	00337	09/24/10	Egdal, David S.	USD	2.30	\$ 1,414.50	G23	Review Delaware limited liability company act regarding winding down entity and statutory provisions for known and contingent liabilities (0.8), communications with M. Paskerian (0.1) and K. Yonei (0.2) regarding same; communications with M. Paskerian (0.4) and C. Fabrizio (0.4) regarding updated release and assignment; review revised documentation prepared by C. Fabrizio (0.2), comment (0.2).
52279	00337	09/24/10	Fabrizio, Carol Ann	USD	0.40	\$ 166.00	G23	Prepare post-foreclosure assignment (0.2); prepare Updated Release (0.1); prepare side-letter (0.1).
52279	00337	09/24/10	Yonei, Kevin H	USD	0.30	\$ 96.00	G23	Teleconference with Delaware Secretary of State regarding dissolutions (0.2); teleconference with D. Egdal regarding same (0.1).
52279	00337	09/30/10	Egdal, David S.	USD	0.50	\$ 307.50	G23	Communications with E. Siddons and J. Pomeranz regarding asset management agreement and mechanics lien litigation (0.3), review communication from local counsel regarding same (0.2).
<b>00337 Total</b>					<b>61.60</b>	<b>\$ 36,193.50</b>		
<b>Grand Total</b>					<b>174.40</b>	<b>\$ 107,498.00</b>		